

OFFICE OF THRIFT SUPERVISION

Bylaw Amendment

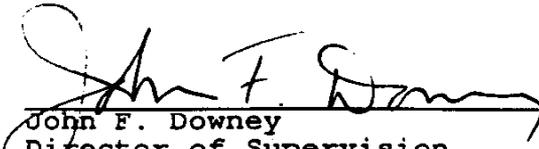
Order No. 95-144

Date: July 11, 1995

Comerica Bank & Trust, FSB, Boca Raton, Florida (the "Savings Bank"), has filed with the Office of Thrift Supervision ("OTS"), pursuant to 12 C.F.R. §§ 545.121 and 552.5, an application to amend the Savings Bank's bylaws to include an indemnification provision in its bylaws.

The OTS has considered the written analysis and recommendations of the Southeast Regional Office and the Chief Counsel's Office and has determined that the proposed bylaw amendment is inconsistent with bylaws permissible for Federal stock associations. Therefore, the OTS hereby denies the application.

By Order of the Director of the Office of Thrift Supervision, or his designee, effective July 11, 1995.


John F. Downey
Director of Supervision